

Exhibit “D”



83 Wooster Heights Road
Danbury, CT 06810

July 8, 2019

Marc Fink
In-House Counsel
Middle East Forum
1650 Market Street Suite 3600
Philadelphia, PA 19103

Via email: fink@meforum.org

Re:	Insured:	Middle East Forum
	Matter:	Lisa Barbounis
	Policy No.:	NY18DOLV03594NV
	Insurer:	Navigators Insurance Company
	Claim No.:	DOL322768

Dear Mr. Fink:

I have been assigned the above referenced matter and request that you address all correspondence to my attention. To ensure a prompt response to your inquiries, please refer to the above claim number whenever corresponding with Navigators Pro, a division of Navigators Management Co. ("Navigators").

Navigators is directing this letter to you as the authorized insurance representative of Middle East Forum ("Insured") and the Insureds under Navigators' Policy. If you are not acting on behalf of the Insureds for insurance coverage purposes, we ask that you forward a copy of this letter to them or their authorized representative(s) for their information. We are committed to resolving claims fairly and expeditiously and appreciate your patience.

Navigators would like to once again acknowledge receipt of your broker's June 25, 2019 correspondence providing Navigators with notice of Lisa Barbounis's ("Barbounis") correspondence.¹

Facts:

On June 20, 2019, Derek Smith Law Group, PLLC sent correspondence to the Insured, on behalf of Barbounis, alleging sexual harassment, discrimination, and retaliation, against the Insured, Daniel Pipes ("Pipes"), Greg

¹ Please confirm that this matter does not related to any Loss in connection with any Claim made against any Insured based upon, arising out of, relating to, directly or indirectly resulting from, or in any way involving the following: all past claims to be individually listed upon binding, per Endorsement No. 7. Navigators' reserves its rights to disclaim coverage to the extent that this matter relates to the claims outlined under Endorsement No. 7 (Specific Circumstances Exclusion).



Roman (“Roman”) and Matthew Bennett (“Bennett”).² Barbounis claims to have also filed a charge with the Equal Employment Opportunity Commission (“EEOC”) and Philadelphia Commission on Human Relations (“PCHR”) on June 20, 2019. On June 27, 2019, the Insured received an unperfected charge of discrimination alleging sex discrimination and retaliation.

Policy:

As you know, Navigators issued the Not-For-Profit InNAVation Policy No. NY18DOLV03594NV (the “Policy”) to Middle East Forum for the Policy Period from December 23, 2018 to December 23, 2019. Subject to its terms, limits and endorsements, the Policy provides insurance coverage with a limit of liability of \$3,000,000 for Employment Practices Claims and a maximum aggregate limit of liability of \$3,000,000.³

This matter is a Claim under the Employment Practices Liability Coverage Part⁴ of the Policy, subject to the coverage issues and defenses identified below. Accordingly, a \$5,000 Retention for Indemnified Loss applies to this and every other Claim under the Employment Practices Liability Coverage Part.

Coverage:

Navigators believes it is prudent to identify actual and potential coverage defenses that may, depending upon further developments, limit or exclude coverage under the Policy for Loss incurred by the Insured with respect to the matters noted above. This discussion is not intended to be exhaustive or exclusive, and is not intended to suggest that there is any legal or factual merit to the demand letter.

Please know that Loss does not include salaries, wages, overhead or benefit expenses associated with any Insured, criminal or civil fines or penalties imposed by law, taxes, or any matter which may be deemed uninsurable under the law pursuant to which this Policy shall be construed. It is understood and agreed that the enforceability of the foregoing coverage shall be governed by such applicable law which most favors coverage for punitive or exemplary damages or the multiple portion of any multiplied damage award. Loss does not include any compensation, including benefits, for any person hired, promoted or reinstated pursuant to a judgment settlement, order or other resolution of a Claim.

Defense and Request for Information:

Navigators has the duty to defend all Claims made under this Policy. This will confirm that Navigators has consented to the retention of Cozen O’Connor at rate caps of \$340/hr for partners, \$250/hr for associates, and \$110/hr for paralegals. Any consent by Navigators to any defense arrangement is subject to counsel charging reasonable and necessary fees and expenses, receipt by Navigators of at least quarterly Defense Costs invoices (itemized as to the service rendered, the name of the attorney providing such service and the

²Pipes is the President of the Insured, Roman is the Director of the Insured, and Bennett is the former Director of Development of the Insured. Accordingly, Pipes, Roman, and Bennett are Insured Persons under the Policy.

³ There is a \$1,000,000 maximum aggregate Additional Limit of Liability for Costs of Defense, per Endorsement No. 10.

⁴ This matter does not appear to implicate the Directors and Officers Liability Coverage Part. Should any Insured disagree, kindly provide an explanation for my review.



time allocated to such service), and counsel following Navigators' Litigation Management Program Guidelines.

Please keep Navigators informed of all material developments in this matter, including but not limited to: (i) copies of all material pleadings, briefs or rulings; (ii) prior notice of any settlement discussions, offers or mediations; and (iii) prior notice of any call or meeting with any insurer.

Reservation of Rights:

Navigators expressly reserves all of its rights and defenses under the Policy and available at law with respect to this matter. Nothing herein shall be construed as a waiver of any rights or defenses that Navigators now has or hereafter may have under the Policy or at law. Navigators recognizes that the Insureds are similarly reserving their rights. Should you have additional information that may assist in our evaluation of coverage, please provide it to us at your earliest convenience.

If you have any questions or comments, please call me at 212-613-4358 or contact me at the following email address: SMendelsohn@navg.com.

Very truly yours,

Shira Mendelsohn

Shira Mendelsohn
Navigators
Claims Counsel

cc: Phil Corso of Gracechurch Associates, Inc. at pcorso@gracechurch.biz
Steven Selzer of Navigators at sselzer@navg.com